FORM D

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

FORM D

PURSUANT TO REGULATION D,
SECTION 4(6) AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY						
Prefix	Serial					
1	1					
Date Re	ceived					
1	1					

Filing Under (Check box(es) that appropriate Type of Filing: New Filing	ly): ☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐ Section 4(6) ☐ ULOE ☐ Amendment	SSF
3,1	A. BASIC IDENTIFICATION DATA	ayou b
1. Enter the information requested a	out the issuer OCT 2.	2002
Name of Issuer (Check if this is Brown Advisory Investors 2007-PEI	an amendment and name has changed, and indicate change.)	SON
Address of Executive Offices 901 South Bond Street, Suite 400, B	(Number and Street, City, State, Zip Code) Telephone Number (Including Litimore, Maryland 21231 410-537-5400	CIAL
Address of Principal Business Opera (if different from Executive Offices)	ions (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
Dalacina and an action		_
Brief Description of Business		
Investment partnership.		
·		
Investment partnership.		

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6)

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☑ General and/or
					Managing Partner
Full Name (Last name first, if indi	vidual)				
BAT Commingled Fund Manager,					
Business or Residence Address	(Numbe	er and Street, City, State, Z	Cip Code)		
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 90	01 South Bond Street, Suit	te 400, Baltimore, Maryla	and 21231	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner		☑ Director	☐ General and/or Managing Partner
Full Name (Last name first, if indi	vidual)				
Churchill, David M.					
Business or Residence Address	(Numbe	er and Street, City, State, Z	Lip Code)		
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 9	01 South Bond Street, Suit	te 400, Baltimore, Maryla	nd 21231	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner			☐ General and/or Managing Partner
Full Name (Last name first, if indi	vidual)				
Hankin, Michael D.					
Business or Residence Address	(Numbe	er and Street, City, State, Z	Lip Code)		
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 90	Ol South Bond Street, Suit	e 400. Baltimore, Maryla	nd 21231	
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if indi	vidual)			•	, , , , , , , , , , , , , , , , , , ,
Connelly, J. Michael					
Business or Residence Address	(Numbe	er and Street, City, State, Z	ip Code)		
c/o Brown Advisory Investors 200	7-PEDE LILE 90	11 South Bond Street Suit	e 400 Baltimore Marvia	nd 21231	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner		☐ Director	☐ General and/or
					Managing Partner
Full Name (Last name first, if indi	vidual)				
Ventura, Patrick J.					
Business or Residence Address	(Numbe	er and Street, City, State, Z	ip Code)		
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 90	I South Bond Street, Suit	e 400, Baltimore, Maryla	nd 21231	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☑ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if indi-	vidual)				
Collins, Jr., Mark M.					
Business or Residence Address	(Numbe	r and Street, City, State, Z	ip Code)	_	
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 90) 1 South Bond Street, Suit	e 400, Baltimore, Maryla	nd 21231	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer		☐ General and/or Managing Partner
Full Name (Last name first, if indi-	vidual)				
Klinefelter, Stanard T.					
Business or Residence Address	(Numbe	r and Street, City, State, Z	ip Code)		
c/o Brown Advisory Investors 200	7-PEDF, LLLP, 90	I South Bond Street, Suit	e 400, Baltimore, Maryla	nd 21231	

				B. INF	ORMATIC	ON ABOU	r OFFERI	NG			V	NI-
1. Has the is	suer sold, o	r does the is	ssuer intend	I to sell, to	non accredi	ited investo	rs in this of	Tering?	***************************************			No ⊠
			Ans	wer also in	Appendix,	Column 2,	if filing un	der ULOE.				
2. What is th	e minimun	n investmen	t that will b	e accepted	from any ir	ndividual?					\$_N/A	
				-	-						Yes 1	No
3. Does the o	offering per	mit joint ov	vnership of	a single un	it?	***************************************						0
person or	tion for sol agent of a	icitation of broker or d	purchasers	in connected with the	has been option with some SEC and uch a broke	ales of sec	urities in that	ne offering. es, list the r	If a personame of the	n to be li broker or	sted is an dealer. If	associated more than
Full Name (L	ast name fi	rst, if indivi	idual)									
N/A												
Business or F	Residence A	ddress (Nu	mber and S	treet, City,	State, Zip (Code)						
Name of Asse	ociated Bro	ker or Deal	er		·							
States in Whi												
							(1573)					All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
(IL)	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[K1]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	(WY)	[PR]
Full Name (L	ast name fi	rst, if indivi	idual)									
N/A												
Business or R	Residence A	ddress (Nu	mber and S	treet, City,	State, Zip (Code)						
Name of Asse	ociated Bro	ker or Deal	er									
States in Whi	ch Person I	isted Has S	Solicited or	Intends to	Solicit Purc	hasers						
		or check in					•••••	• • • • • • • • • • • • • • • • • • • •			🗆 🗸	All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	(DC)	(FL)	[GA]	[HI]	[ID]
(IL)	[IN]	[IA]	[KS]	(KY)	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	(WI)	[WY]	[PR]
Full Name (L	ast name fi	rst, if indivi	idual)									
N/A												
Business or R	Residence A	ddress (Nu	mber and S	treet, City,	State, Zip C	Code)					·	
Name of Asse	ociated Bro	ker or Deal	ег	·					_			
States in Whi												II Ctatas
(Check ".	All States" [AK]	or check in [AZ]	aiviauai St [AR]	ites) [CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	Џ A [HI]	II States [ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
(MT)	[NE]	[NV]	[NH]	[KN]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
լույ	[3C]	[SD]	[LIN]	LIVI	[01]	[[[]	[v v]	[14,17]	[** 4]	[44.1]	[44.1]	[1,17]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	s	\$ <u> </u>
Equity	\$0	\$ <u>0</u>
□ Common □ Preferred		
Convertible Securities (including warrants)	\$0	\$0
Partnership Interests	\$_5,500,000	\$_5,500,000
Other (Specify)	\$ <u>0</u>	s 0
Total	\$_5,500,000	\$_5,500,000
Answer also in Appendix, Column 3, if filing under ULOE.		
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	33	\$_5,500,000
Non-accredited Investors		
Total (for filings under Rule 504 only)		\$
Answer also in Appendix, Column 4, if filing under ULOE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering	Type of	Dollar Amount
Rule 505	Security	Sold
Regulation A	N/A	
Rule 504		
		<u> </u>
Total a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	<u>N/A</u>	\$0
Transfer Agent's Fees		□ \$ <u>0</u>
Printing and Engraving Costs		□ \$ <u>0</u>
Legal Fees		⊠ \$ <u>30,000</u>
Accounting Fees		S 0
Engineering Fees		S 0
		- • •
Sales Commissions (specify finders' fees separately)		□ \$ 0
Sales Commissions (specify finders' fees separately) Other Expenses (identify) Blue Sky Filing Fees		

	and total expenses furnished in response to	e offering price given in response to Part C – Question 1 o Part C - Question 4.a. This difference is the				!	\$ <u>5.5</u>	*000,000
	*Pursuant to the terms of the limited commitments and, accordingly, do not reduce	partnership agreement of the Issuer, expenses are paid or the amount of gross proceeds to the issuer.	itside	of th	e partners'	cap	ital	
	used for each of the purposes shown. If the a	oss proceeds to the issuer used or proposed to be imount for any purpose is not known, furnish an estimate. The total of the payments listed must equal						
	the adjusted gross proceeds to the issuer set t	orth in response to Part C - Question 4.b above.		Óf Di	ments to ficers, rectors, & filiates	!		ents To
	Salaries and fees			\$	<u> </u>		s	0
	Purchase of real estate			\$	0		s	0
	Purchase, rental or leasing and installation	on of machinery and equipment		\$	0		s	0
	Construction or leasing of plant building	s and facilities		\$	0		\$	0
	offering that may be used in exchange for	ng the value of securities involved in this or the assets or securities of another		s	0	_	\$.0.
	Repayment of indebtedness			0			0	
	, ,				0			500,000*
	Other (specify):	0	s	0		s	0	
			П	•	0	П	\$	0
					0			500,000*
	Total Payments Listed (column totals ad	ded)			⊠ \$	_5,	<u>,500,</u>	000*
-	·	D. FEDERAL SIGNATURE						
	following signature constitutes an undertaking	ned by the undersigned duly authorized person. If this not be by the issuer to furnish to the U.S. Securities and Exchaissuer to any non-accredited investor pursuant to paragrap	nge (Comn	nission, up			
Bi LI By	ouer (Print or Type) Town Advisory Investors 2007-PEDF, LLP BAT Commingled Fund Manager, Inc., General Partner	Signature A-Mall		Dat	180	c	T-7	07
Na	ame of Signer (Print or Type)	Title of Signer (Print or Type)						
Da	avid M. Churchill	Treasurer						
		· · · · · · · · · · · · · · · · · · · 						

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

E. STATE SIGNATURE		
Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No ⊠

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Brown Advisory Investors 2007-PEDF, LLLP By: BAT Commingled Fund Manager, Inc., as General Partner	A-Macill	18 oct 02
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
David M. Churchill	Treasurer	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			Disqual under Sta (if yes, explant waiver	ification ification ate ULOE attach attion of granted) -Item 1)	
State	Yes	No	Limited Partnership Interests \$5,500,000	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA		Ø	х	2	\$500,000	0	0		⊠
СО									
СТ									
DE		Ø	х	1	\$100,000	0	0		⊠
DC									
FL									
GA									
HI									
ID									
IL,									
IN									
lA									
KS									
KY									
LA									
ME									
MD		☒	Х	28	\$4,700,000	0	0		⊠
МА									
МІ									
MN									
MS									
МО									
МТ									
NE									
NV									
NH									

APPENDIX

			,						
1		2	3				5 Disqualification under State ULOE		
	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C Item 1)		Type of investor and amount purchased in State (Part C-Item 2) Number of Number of				ate ULOE , attach ation of granted) -Item 1)
State	Yes	No	Limited Partnership Interests \$5,500,000	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
NJ									
NM									
NY									
NC									
ND									
ОН									
ок									
OR								□	Ö
PA									
RI									
sc									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
wv									
wı									
WY		×	х	2	\$200,000	0	0		⊠
PR									

END